

THRU ONLINE FILING

October 15, 2024

BSE Ltd.
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai 400 023

National Stock Exchange India Limited,
Exchange Plaza, C-1, Block-G,
Bandra Kurla Complex, Bandra - (East)
Mumbai 400 051

Scrip Code - 524494

Scrip Code: IPCALAB

Dear Sir / Madam,

Re: Compliance Report on Corporate Governance for the quarter and half year ended September 30, 2024

Pursuant to Regulation 27(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith Compliance Report on Corporate Governance of the Company for the quarter and half ended September 30, 2024.

Kindly acknowledge receipt of the same.

Thanking you,

Yours faithfully,
For **Ipca Laboratories Limited**

Harish P. Kamath
Corporate Counsel & Company Secretary

Encl: a/a

FORMAT TO BE SUBMITTED BY LISTED ENTITY ON QUARTERLY BASIS

1. Name of Listed Entity: **Ipca Laboratories Limited**

2. Quarter ending: **September 30, 2024**

Whether the listed entity has a Regular Chairperson											Yes								
Whether Chairperson is related to MD or CEO											Yes								
Title (Mr. / Ms.)	Name of the Director	PAN ^s & DIN	Category (Chairperson /Executive /Non-Executive/independent/ Nominee)	Date of birth	Whether the Director is Disqualified?	Start date of Disqualification	End date of Disqualification	Details of Disqualification	Current status	Whether special resolution passed? (Refer Regln 17 (1A) of Listing Regln)	Date of passing special resolution	Initial Date of Appointment	Date of Re-appointment in	Date of Cessation	Tenure of Director* (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee (s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit / Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	Premchand Godha	AFDPG6492E & 00012691	Executive / Chairman related to Promoter	08.01.1947	-	-	-	-	Active	-	-	31.10.1975	01.04.2023	-	-	1	0	1	0
Mr.	A. K. Jain	AADPJ2602A & 00012657	Executive / Managing Director	05.05.1955	-	-	-	-	Active	-	-	21.08.1994	21.08.2019	-	-	1	0	1	0
Mr.	Pranay Godha	AEMPG2714F & 00016525	Executive / Managing Director & CEO	24.03.1972	-	-	-	-	Active	-	-	11.11.2008	11.11.2023	-	-	2	0	1	0

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Title (Mr. / Ms.)	Name of the Director	PAN\$ & DIN	Category (Chairperson /Executive /Non-Executive/ independent/ Nominee)	Date of birth	Whether the Director is Disqualified?	Start date of Disqualification	End date of Disqualification	Details of Disqualification	Current status	Whether special resolution passed? (Refer Regln 17 (1A) of Listing Regln)	Date of passing special resolution	Initial Date of Appointment	Date of Re-appointment in	Date of Cessation	Tenure of Director* (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee (s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairpersons on in Audit / Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	Prashant Godha	AFFPG4317N & 00012759	Executive Director	16.11.1974	-	-	-	-	Active	-	-	28.07.2011	16.08.2021		-	4	0	1	0
Dr. (Mr.)	Narendra Mairpady	ACNPN2417M & 00536905	Non - Executive / Independent Director	12.07.1954	-	-	-	-	Active	NA	NA	20.10.2022	04.12.2022		23	4	4	2	3
Dr. (Ms)	Manisha Premnath	ALSPM0843J & 05280048	Non-Executive / Independent Director	22.04.1974	-	-	-	-	Active	NA	NA	21.09.2014	21.09.2019	21.09-2024	120	0	0	0	0
Mr.	Kamal Kishore Seth	AAPPS5211A & 00194986	Non-Executive / Independent Director	12.05.1945	-	-	-	-	Active	Yes	28.03.2024	29.03.2019	29.03.2024		60	2	1	0	2
Ms.	Swati Patankar	AGHPP1942R & 06594600	Non-Executive / Independent Director	23.01.1968	-	-	-	-	Active	NA	NA	14.02.2024	28.03.2024		7	1	1	1	0
Mr.	Vivek Keshav Shiralkar	ABIPS1514L & 00340316	Non-Executive / Independent Director	12.10.1958	-	-	-	-	Active	NA	NA	29.05.2024	13.08.2024		4	2	1	2	0

\$ PAN number of any director would not be displayed on the website of Stock Exchange

& Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen

* To be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.

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II. Composition of Committees				
Name of Committee	Name of Committee members	Date of appointment to the Committee	Date of Cessation	Category (Chairperson / Executive / Non-Executive / Independent / Nominee) ^{&}
1. Audit Committee	Mr. Kamal Kishore Seth	01.04.2019		Chairman / Non-Executive / Independent Director
	Dr. (Mr.) Narendra Mairpady	20.10.2022		Non-Executive / Independent Director
	Mr. Prashant Godha	31.01.2012		Executive Director
	Ms. Swati Patankar	14.02.2024		Non-Executive / Independent Director
	Mr. Vivek Keshav Shiralkar	29.05.2024		Non-Executive / Independent Director
2. Nomination & Remuneration Committee	Dr. (Mr.) Narendra Mairpady	20.10.2022		Chairman / Non-Executive / Independent Director
	Mr. Kamal Kishore Seth	01.04.2019		Non-Executive / Independent Director
	Dr. (Ms.) Manisha Premnath	01.04.2019	21.09.2024	Non-Executive / Independent Director
	Ms. Swati Patankar	14.02.2024		Non-Executive / Independent Director
	Mr. Vivek Keshav Shiralkar	29.05.2024		Non-Executive / Independent Director
3. Risk Management Committee (if applicable)	Mr. Kamal Kishore Seth	28.05.2021		Chairman / Non-Executive / Independent Director
	Mr. A. K. Jain	21.09.2014		Executive / Managing Director
	Mr. Pranay Godha	21.09.2014		Executive / Managing Director
	Mr. Prashant Godha	21.09.2014		Executive Director
	Mr. Manish Jain	21.09.2014		Sr. Vice President – Business Development
4. Stakeholders Relationship Committee	Mr. Kamal Kishore Seth	01.04.2019		Chairman / Non-Executive / Independent Director
	Dr. (Ms.) Manisha Premnath	01.04.2019	21.09.2024	Non-Executive / Independent Director
	Mr. Premchand Godha	10.05.2001		Executive Director
	Mr. A. K. Jain	29.05.2014		Executive / Managing Director
	Mr. Vivek Keshav Shiralkar	29.05.2024		Non-Executive / Independent Director
5. Corporate Social Responsibility Committee	Mr. Kamal Kishore Seth	10.08.2022		Chairman / Non-Executive / Independent Director
	Mr. Premchand Godha	22.03.2014		Executive Director / Chairman
	Mr. A. K. Jain	22.03.2014		Executive / Managing Director
	Mr. Prashant Godha	22.03.2014		Executive Director

[&] Category of directors means executive/non-executive/independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen

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III. Meeting of Board of Directors						
Sr.	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Whether requirement of quorum meet (yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1.	29.05.2024		Yes	9	9	5
2.	13.08.2024	29.05.2024-13.08.2024 = 75 days	Yes	9	9	5
3.	30.09.2024	13.08.2024 – 30.09.2024= 47 days	Yes	8	7	4

IV. Meeting of Committees (Audit Committee)							
Sr.	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Whether requirement of quorum meet (yes/No)	Total Number of Directors as on date of the meeting	Number of Directors (All directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1.	29.05.2024		Yes	4	4	3	0
2.	13.08.2024	29.05.2024-13.08.2024 = 75 days	Yes	5	5	4	0
3.	30.09.2024	13.08.2024 – 30.09.2024= 47 days	Yes	5	5	4	0

V. Meeting of Committees (Nomination and Remuneration Committee)							
Sr.	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Whether requirement of quorum meet (yes/No)	Total Number of Directors as on date of the meeting	Number of Directors (All directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1.	29.05.2024		Yes	5	5	5	0

VI. Meeting of Committees (Corporate Social Responsibility Committee)							
Sr.	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Whether requirement of quorum met (yes/No)	Total Number of Directors as on date of the meeting	Number of Directors (All directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1.	29.05.2024	-	Yes	4	4	1	0
VII. Meeting of Committees (Stakeholder Relationship Committee)							
Sr.	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Whether requirement of quorum met (yes/No)	Total Number of Directors as on date of the meeting	Number of Directors (All directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1.	29.05.2024	-	Yes	5	5	3	0
VIII. Meeting of Committees (Risk Management Committee)							
Sr.	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Whether requirement of quorum met (yes/No)	Total Number of Directors as on date of the meeting	Number of Directors (All directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1.	29.05.2024		Yes	4	4	1	1

IX. Related Party Transactions	
Subject	Compliance status (Yes/No/N.A.) refer note below
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes
Note	
1 In the column “Compliance Status”, compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, “Yes” may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words “N.A.” may be indicated.	
2 If status is “No” details of non-compliance may be given here.	

X. Details of Cyber Security Incidence		
Whether as per Regulation 27(2)(ba) of SEBI(LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter		No
Date of the event		Brief details of the event

XI. Affirmations	Compliance Status (Y/N)
1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.	Yes
2. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	
a. Audit Committee	Yes
b. Nomination & remuneration committee	Yes
c. Stakeholders relationship committee	Yes
d. Risk management committee (applicable to the top 100 listed entities)	Yes
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.	Yes
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.	Yes
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here: -	Yes
Name & Designation : Harish Kamath, Corporate Counsel & Company Secretary Mumbai, October 15, 2024	

Note: Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement “same as previous quarter” may be given.

FORMAT TO BE SUBMITTED BY LISTED ENTITY AT THE END OF 6 MONTHS AFTER END OF FINANCIAL YEAR ALONG-WITH SECOND QUARTER REPORT OF NEXT FINANCIAL YEAR

1. Name of Listed Entity: **Ipca Laboratories Limited**

2. Half year ended: **September 30, 2024**

I Affirmations		
Broad heading	Regulation Number	Compliance status (Yes/No/NA) refer note below
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes
Presence of Chairperson of Stakeholders relationship committee at the annual general meeting	20(3)	Yes
Disclosure of Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A (1)	Yes
Submission of Annual Secretarial Compliance Report	24A (2)	Yes
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes
<p>Note</p> <p>1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.</p> <p>2 If status is "No" details of non-compliance may be given here.</p> <p>3 If the Listed Entity would like to provide any other information the same may be indicated here.</p>		
<p>Name & Designation : Harish Kamath, Corporate Counsel & Company Secretary Mumbai, October 15, 2024</p>		

FORMAT TO BE SUBMITTED TWICE A YEAR, ON A HALF YEARLY BASIS BY THE LISTED ENTITY AT THE END OF EVERY 6 MONTHS OF THE FINANCIAL YEAR

Name of Listed Entity: **Ipca Laboratories Limited**

Half year ended: **September 30, 2024**

I. Disclosure of Loans / guarantees / comfort letters / securities etc: Not Applicable -

There are no loans, guarantees, comfort letters or securities in connection with any loan(s) given directly or indirectly by the Company to promoter(s), promoter group, director(s), key managerial personnel or any entity controlled by them except Company's subsidiaries, associates and joint-venture companies in the ordinary course of Company's business and in the economic interest of the Company.

(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to:

	Aggregate amount advanced during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them		
Promoter Group or any other entity controlled by them		
Directors (including relatives) or any other entity controlled by them		
KMPs or any other entity controlled by them		

(B) Any guarantee/ comfort letter (by whatever name called) provided by the listed entity directly or indirectly connection with any loan(s) or any other form of debt availed by:

Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months (taking into account any invocation)
Promoter or any other entity controlled by them			
Promoter Group or any other entity controlled by them			

Directors (including relatives) or any other entity controlled by them			
KMPs or any other entity controlled by them			

(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type of Security(Cash, Shares Etc)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them			
Promoter Group or any other entity controlled by them			
Directors (including relatives) or any other entity controlled by them			
KMPs or any other entity controlled by them			

II. Affirmations:

All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company. – **Not Applicable**

Harish Kamath
Corporate Counsel & Company Secretary

Note

1. *These disclosures shall exclude any loan (or other form of debt), guarantee / comfort letter (by whatever name called) or security provided in connection with any loan or any other form of debt;*
 - a) *by a government company to/ for the Government or government company*
 - b) *by the listed entity to/for its subsidiary [and joint-venture company] whose accounts are consolidated with the listed entity.*
 - c) *by a banking company or an insurance company ; and*
 - d) *by the listed entity to its employees or directors as a part of the service conditions*
2. *If the Listed Entity would like to provide any other information, the same may be indicated as Para D in the above table*